

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF GEORGIA  
ATLANTA DIVISION

IN RE: : CASE NO. 04-74967  
: :  
SOUTHWEST HOSPITAL AND : CHAPTER 11  
MEDICAL CENTER, INC. :  
: :  
Debtor. : JUDGE MASSEY  
: :  
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**AMENDED APPLICATION TO APPROVE EMPLOYMENT OF CORBETT A. PRICE  
AS CHIEF RESTRUCTURING OFFICER FOR THE DEBTOR**

**COMES NOW**, Southwest Hospital and Medical Center, Inc., debtor and debtor in possession in the above-styled chapter 11 case (the "Debtor"), and hereby amends the application filed September 9, 2004, for approval of the employment of Corbett A. Price ("Price") as Chief Restructuring Officer to the Debtor, as well as Kurron Shares of America, Inc. ("Kurron"), to assist him (the "Original Application") (the Original Application, as amended by this amendment, is hereinafter referred to as the "Amended Application"). In support of the Amended Application, the Debtor shows as follows:

1. On September 9, 2004 (the "Petition Date"), the Debtor filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"). The Debtor has remained in possession of its assets and continues to operate its business and manage its property as debtor in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code.
2. The Debtor is a Georgia non-profit corporation that owns and operates an acute-care hospital (the "Facility") and a medical office building located at and around Fairburn Road in Atlanta, Georgia.
3. The Facility has a bed capacity of 125 licensed beds and provides, among other things, ambulatory, cardiology, endoscopy, pediatric, radiology, surgical, vascular, medical detox, outpatient, inpatient, and emergency care services.

4. The Debtor has determined that it is in the best interest of the Debtor, the estate, and the creditors that the Debtor retain Price as Chief Restructuring Officer (“CRO”) to provide the services set forth in Exhibit “A” (the “Engagement Letter”) to the Original Application.

5. Notwithstanding anything to the contrary in the Application or the Engagement Letter, the Debtor acknowledges that it is employing Price as CRO and is not seeking to employ Kurron as a professional pursuant to Section 327 of the Bankruptcy Code. The Debtor further acknowledges that Price may employ one or more of the persons identified below to assist him in his role as CRO (collectively, the CRO and persons assisting him are referred to as the “CRO Staff”). All references to Kurron in the Original Application and the Engagement Letter are hereby deleted and replaced with the term “CRO Staff.” Price will undertake to avoid duplication of services and to use only those persons as are reasonably necessary. As stated in the Engagement Letter, the Debtor proposes to compensate the CRO Staff on a weekly basis, according to the following fee schedule:

Corbett A. Price, Principal	\$350
Arnold Katz, Principal	\$350
Ronald Weitz, Principal	\$300
Elizabeth Norton, Principal	\$300
Andrew Cameron, Senior Associate	\$300
Devon Price, Associate	\$200

and reasonable and necessary expenses. The CRO Staff promptly shall provide copies of all weekly bills to the Debtor, with a copy to counsel for Medical Capital Management, Inc., and to the Committee of Unsecured Creditors (the “Committee”), if one is formed, or the Committee’s counsel, if the Committee employs counsel. The Debtor will pay the weekly bills within 48 hours of submission. The Debtor provided to the CRO Staff on September 8, 2004, a retainer in the amount of \$36,000.

6. The Debtor has selected the CRO Staff to provide these required services for the following reasons:

- (a) The CRO Staff has experience in health care and hospital Chapter 11 reorganization cases and is well qualified to represent the Debtor.
- (b) The CRO Staff has extensive background and experience in working with hospitals in Chapter 11 cases and have the requisite skills and abilities to provide all of the services the Debtor requires and assist the Debtor in proposing and confirming a viable Chapter 11 Plan of Reorganization.
- (c) The CRO Staff is able to provide services promptly.

7. Any provision in the Original Application inconsistent with this Amended Application is deemed null and void.

**WHEREFORE**, The Debtor prays for entry of an order approving the employment of the CRO Staff to provide to the Debtor the services set forth in the Engagement Letter in accordance with the terms and conditions in the Engagement Letter, and for such other and further relief as may be just and proper.

This 14th day of September, 2004.

SOUTHWEST HOSPITAL AND  
MEDICAL CENTER, INC.

By: /s/ Gregory K. Dixon  
Gregory K. Dixon  
Vice-President Finance and CFO

**CERTIFICATE OF SERVICE**

This is to certify that the undersigned has served a true and correct copy of the foregoing AMENDED APPLICATION TO APPROVE EMPLOYMENT OF CORBETT A. PRICE AS CHIEF RESTRUCTURING OFFICER FOR THE DEBTOR by hand delivery to:

Office of the U.S. Trustee  
362 Richard B. Russell Federal Bldg.  
75 Spring Street, S.W.  
Atlanta, Georgia 30303

This 14th day of September, 2004

/s/G. Frank Nason, IV  
G. Frank Nason, IV

3343 Peachtree Road, NE  
East Tower, Suite 550  
Atlanta, Georgia 30326  
(404) 262-7373